

100 North Charles Street Baltimore, MD 21201 (301) 237-4605

May 24, 1990

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INTERSTATE COMMERCE COMMISSION

CSX DISTRIBUTION SERVICES & CSX EQUIPMENT

Robert F. Hochwarth Senior Counsel

> Secretary Interstate Commerce Commission 12th Street & Constitution Avenue, NW Washington, DC 20423

Attention: Recordation Unit

Mrs. Mildred Lee:

On behalf of CSX Transportation, Inc., enclosed for filing and recording under 49 U.S.C. §11303(a) and the regulations promulgated thereunder, are four counterparts of a secondary document, not previously recorded, entitled Instrument of Satisfaction, Release and Bill of Sale dated as of May 15, 1990.

The parties to the enclosed agreement are:

Mercantile-Safe Deposit and Trust Company, as Agent, (Vendor) Corporate Trust Department P. O. Box 2258 Baltimore, Maryland 21203

CSX Transportation, Inc. (Vendee), Successor by Merger to The Baltimore and Ohio Railroad Company 100 North Charles Street Baltimore, Maryland 21201

The enclosed document, among other things, releases all equipment under that certain Conditional Sale Agreement, among General Motors Corporation (Electro-Motive Division), Whittaker Corporation (Berwick Forge and Fabricating Division) and The Baltimore and Ohio Railroad Company and recorded with the Interstate Commerce Commission on June 12, 1975 under Recordation No. 7958.

The units of equipment covered by the enclosed document are all units identified in the Conditional Sale Agreement. A short summary of the document to appear in the ICC Index is as follows:

"Full and Complete Release."

Enclosed is a check in the amount of \$15.00 in payment of the filing fee.

and a service

Interstate Commerce Commission May 24, 1990 Page 2

Once the filing has been made, please return to the undersigned a stamped copy of the instrument not needed for your files, together with the free receipt, a copy of the letter from the ICC acknowledging the filing, and an extra copy of this letter of transmittal.

Very truly yours,

Robert F. Hochwarth

RFH: jg

Enclosures

Interstate Commerce Commission Washington, D.C. 20423

OFFICE OF THE SECRETARY

Robert F. Hochwarth
Senior Counsel
CSX Transportation Inc
100 North Charles St
Baltimore, Md. 21201

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 5/30/90 at 11:05amand assigned recordation number(s). 7958-A

Sincerely yours,

Noreta R. McGee Secretary

Enclosure(s)

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RELEASE AND SATISFACTION AND BILL OF SALE

Counterpart Na 3

Of 4 Counterparts

THE BALTIMORE AND OHIO RAILROAD COMPANY

CONDITIONAL SALE AGREEMENT DATED AS OF MAY 15, 1975

KNOW ALL MEN BY THESE PRESENTS that Mercantile-Safe Deposit and Trust Company, as Agent, assignee of a certain Conditional Sale Agreement dated as of May 15, 1975, among GENERAL MOTORS CORPORATION (ELECTRO-MOTIVE DIVISION), WHITTAKER CORPORATION (BERWICK FORGE AND FABRICATING DIVISION) and THE BALTIMORE AND OHIO RAILROAD COMPANY, hereby certifies that all of the \$24,975,000.00 Conditional Sale Indebtedness, with interest thereon at the rates of 9%, 9-1/8%, 9-3/4%, 10% and 10-1/2% per annum, has been fully paid or payment duly provided for, and all of the obligations under said Conditional Sale Agreement have been fully complied with and performed.

WHEREFORE, in consideration of One Dollar (\$1.00) and other valuable consideration:

Mercantile-Safe Deposit and Trust Company does hereby declare said Conditional Sale Agreement dated as of May 15, 1975 to be satisfied and cancelled and does consent that the same be discharged of record, and further Mercantile-Safe Deposit and Trust Company does hereby sell, assign, convey, transfer, set over, release and quitclaim without any warranty or guaranty of any kind, express or implied, unto CSX Transportation, Inc. (Successor by merger to The Baltimore and Ohio Railroad Company) all of its right, title and interest in and to all of the railroad equipment of every character included in the said Conditional Sale Agreement and now held by Mercantile-Safe Deposit and Trust Company.

ATTEST:

MERCANTILE-SAFE DEPOSIT AND
TRUST COMPANY, as Agent

By:

VIGE PRESIDENT

STATE OF MARYLAND)

SS.

CITY OF BALTIMORE)

On this day of May, 1990, before me personally appeared R. E. Schreiber, to me personally known, who, being by me duly sworn, says that he is a vice president of Mercantile-Safe Deposit and Trust Company, that the seal affixed to the foregoing instrument is the seal of said corporation, by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

My Commission Expires 12-27-93

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Interestate Comments Commission

RELEASE AND SATISFACTION AND BILL OF SALE

Counterpart Na Counterparts

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WHEREFORE, in consideration of One Dollar (\$1.00) and other valuable consideration:

Mercantile-Safe Deposit and Trust Company does hereby declare said Conditional Sale Agreement dated as of May 15, 1975 to be satisfied and cancelled and does consent that the same be discharged of record, and further Mercantile-Safe Deposit and Trust Company does hereby sell, assign, convey, transfer, set over, release and quitclaim without any warranty or guaranty of any kind, express or implied, unto CSX Transportation, Inc. (Successor by merger to The Baltimore and Ohio Railroad Company) all of its right, title and interest in and to all of the railroad equipment of every character included in the said Conditional Sale Agreement and now held by Mercantile-Safe Deposit and Trust Company.

IN WITNESSS WHEREOF, Mercantile-Safe Deposit and Trust Company has caused these presents to be executed in its name by one of its VICE PRESIDENT

thereunto duly authorized and its corporate seal to be hereunto affixed and attested by one of its CORPORATE TRUST OFFICER as of this 4 day of May, 1990.

ATTEST:

MERCANTILE-SAFE DEPOSIT AND
TRUST COMPANY, as Agent

By:

VICE PRESIDENT

STATE OF MARYLAND)

) SS.

CITY OF BALTIMORE)

On this _______ day of May, 1990, before me personally appeared R. E. Schreiber _____, to me personally known, who, being by me duly sworn, says that he is a _______ of Mercantile-Safe Deposit and Trust Company, that the seal affixed to the foregoing instrument is the seal of said corporation, by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

My Commission Expires 12-27-93